EDWARD J. EMMONS, CLERK U.S. BANKRUPTCY COURT NORTHERN DISTRICT OF CALIFORNIA 1 WEIL, GOTSHAL & MANGES LLP Stephen Karotkin (pro hac vice) 2 (stephen.karotkin@weil.com) Signed and Filed: March 20, 2020 Ray C. Schrock, P.C. (pro hac vice) 3 (ray.schrock@weil.com) in Montale Jessica Liou (pro hac vice) (jessica.liou@weil.com) 4 Matthew Goren (pro hac vice) **DENNIS MONTALI** 5 (matthew.goren@weil.com) U.S. Bankruptcy Judge 767 Fifth Avenue New York, NY 10153-0119 Tel: 212 310 8000 7 Fax: 212 310 8007 8 KELLER BENVENUTTI KIM LLP Tobias S. Keller (#151445) 9 (tkeller@kbkllp.com) Jane Kim (#298192) (jkim@kbkllp.com) 10 650 California Street, Suite 1900 San Francisco, CA 94108 11 Tel: 415 496 6723 12 Fax: 650 636 9251 13 Attorneys for Debtors and Debtors in Possession 14 UNITED STATES BANKRUPTCY COURT NORTHERN DISTRICT OF CALIFORNIA 15 SAN FRANCISCO DIVISION 16 Bankruptcy Case No. 19-30088 (DM) In re: 17 PG&E CORPORATION, Chapter 11 18 - and -(Lead Case) (Jointly Administered) 19 PACIFIC GAS AND ELECTRIC ORDER GRANTING MOTION TO FILE 20 REDACTED DOCUMENTS IN SUPPORT OF COMPANY, **DEBTORS' SECOND SUPPLEMENTAL** Debtors. 21 APPLICATION PURSUANT TO 11 U.S.C. §§ 327(a) AND 328(a) AND FED. R. BANKR. P. ☐ Affects PG&E Corporation 22 2014(a) AND 2016 FOR AN ORDER AMENDING ☐ Affects Pacific Gas and Electric THE SCOPE OF THE RETENTION OF 23 Company PRICEWATERHOUSECOOPERS LLP AS Affects both Debtors MANAGEMENT, TAX, AND ADVISORY 24 CONSULTANTS TO THE DEBTORS NUNC PRO * All papers shall be filed in the Lead **TUNCTO PETITION DATE** 25 Case, No. 19-30088 (DM). [No Hearing Requested] 26 27

Weil, Gotshal & Manges LL

New York, NY 10153-0119

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767 Fifth Avenue

Entered on Docket March 20, 2020

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Upon the Motion, dated March 18, 2020 (the "Redaction Motion"), of PG&E Corporation and Pacific Gas and Electric Company, as debtors and debtors in possession (together, "PG&E" or the "**Debtors**") in the above-captioned chapter 11 cases (the "**Chapter 11 Cases**"), pursuant to sections 105(a) and 107(b) of title 11 of the United States Code (the "Bankruptcy Code"), Rule 9018 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), Rule 1001-2(a) of the Bankruptcy Local Rules for the United States District Court for the Northern District of California (the "Bankruptcy Local Rules") and the New District Wide Procedures for Electronically Filing Sealed and Redacted Documents adopted by the United States Bankruptcy Court for the Northern District of California (the "Local Procedures"), for entry of an order (i) authorizing the Debtors to file with certain limited redactions the Additional Supplemental MSA Contracts (as defined in the Redaction Motion) related to the Second Supplemental Application of Debtors Pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Fed. R. Bankr. P. 2014(a) and 2016 for an Order Amending the Scope of the Retention of PricewaterhouseCoopers LLP as Management, Tax, Internal Accounting, and Advisory Consultants to the Debtors Nunc Pro Tunc to Petition Date (the "Second Supplemental Application"), and (ii) directing that the unredacted copies of the Additional Supplemental MSA Contracts provided to the Court shall remain under seal and confidential and not be made available to anyone without the consent of the Debtors and the other parties to the Additional Supplemental MSA Contracts or further order from the Court¹; and consideration of the Redaction Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found and determined that notice of the Redaction Motion as provided to the parties listed therein is reasonable and sufficient, and it appearing that no other or further notice need be provided; and this Court having reviewed the Redaction Motion and the Schirle Declaration submitted in support of the Redaction Motion; and this Court having determined that the legal and factual bases set forth in the Redaction Motion establish just cause for the relief granted herein; and it appearing that the relief requested in the Redaction Motion is in the best interests of the Debtors, their estates, creditors, shareholders, and all parties in interest; and upon all of the proceedings had before this Court

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Capitalized terms used but not defined in this Order shall have the meanings ascribed to them in the Redaction Motion.

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and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

- 1. The Redaction Motion is granted as provided herein.
- 2. The Debtors are authorized to file redacted copies of certain Additional Supplemental MSA Contracts pursuant to section 107(b) of the Bankruptcy Code and Bankruptcy Rule 9018.
- 3. The unredacted copies of the Additional Supplemental MSA Contracts provided to the Court are confidential, shall remain under seal, and shall not be made available to anyone without the consent of the Debtors and the parties to the Additional Supplemental MSA Contracts.
- 4. Notice of the Redaction Motion as provided therein shall be deemed good and sufficient and the requirements of the Bankruptcy Local Rules are satisfied by such notice.
- 5. The Debtors are authorized to take all necessary actions to effectuate the relief granted pursuant to this Order in accordance with the Redaction Motion.
- 6. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

** END OF ORDER **

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